

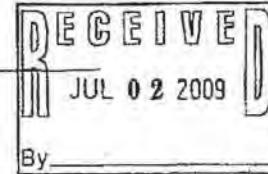
EXHIBIT C-1

Mark Madoff Creditor Claim No. 100328

Bernard L. Madoff Investment Securities LLC
Case No 08-01789-BRL
U.S. Bankruptcy Court for the Southern District of New York
Claim Number: 100328

PROOF OF CLAIM

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK



IN RE) Adv. Proc. No. 08-01789-BRL
BERNARD L. MADOFF)
INVESTMENT SECURITIES LLC,) Amount of Claim \$53,848,721.06
Debtor.)
) Claimed As: [x] General Unsecured
) [x] Priority (see Paragraph 10)
) [] Secured (see Paragraph 9)

09-01503-brl Doc 113-14 Filed 05/04/12 Entered 05/04/12 19:41:05 Exhibit N
Pg 15 of 53

1. Name of Creditor
(Print or Type): Mark Madoff
- Mailing Address: _____
City _____ State _____ Zip Code: _____
2. The debtor was, at the time of the filing of the petition initiating this case, and still is indebted (or liable) to this claimant in the sum of \$53,848,721.06.
3. The consideration for this debt (or ground of liability) is as follows:
Services Rendered – See Attachment
4. (If the claim is founded on writing.) The writing on which this claim is founded (or a duplicate thereof) is attached hereto (or cannot be attached for the reason set forth in the following statement).

5. (If appropriate,) This claim is founded on an open account, which became (or will become) due on _____, as shown by the itemized statement attached hereto. Unless it is attached hereto or its absence is explained in an attached statement, no note or other negotiable instrument has been received for the account or any part of it.

PROOF OF CLAIM) CLAIM NUMBER
)

6. No judgment has been rendered on the claim except:

7. The amount of all payments on this claim has been credited and deducted for the purpose of making this proof of claim.

8. This claim is not subject to any set-off or counterclaim except:

9. No security interest is held for this claim except:

(If security interest in property of the debtor is claimed) The undersigned claims the security interest under the writing referred to in paragraph 4 hereof. Evidence of perfection of such security interest is also attached hereto.

10. This claim is an unsecured claim, except to the extent that the security interest, if any, described in paragraph 9 is sufficient to satisfy the claim. It is not entitled to priority unless the reason for priority and the amount claimed as priority is set forth below.

\$10,950 is an allowed unsecured claim entitled to priority under 11 U.S.C. § 507(a)(4)(A).

11. If claimant has obtained this claim by assignment, a copy or explanation of said assignment is attached hereto.

Name of Creditor (PRINT OR TYPE) Mark Madoff

Signature: Mark Madoff

Title (Corporate Officer, Partner, or Agent): Employee/director

IT IS A VIOLATION OF FEDERAL LAW TO FILE A FRAUDULENT CLAIM. CONVICTION CAN RESULT IN A FINE OF NOT MORE THAN \$50,000 OR IMPRISONMENT FOR NOT MORE THAN 5 YEARS OR BOTH.

**ATTACHMENT TO PROOF OF CLAIM OF
MARK MADOFF**

1. On December 15, 2008 (the "Filing Date"), the Honorable Louis L. Stanton, United States District Court Judge for the Southern District of New York, entered the Order Commencing Liquidation (the "Liquidation Order") with respect to Bernard L. Madoff Investment Securities, LLC ("BLMIS" or the "Debtor") pursuant to the provisions of the Securities Investor Protection Act of 1970, 15 U.S.C. § 78aaa *et seq.*, as amended ("SIPA"). Pursuant to the Liquidation Order, the BLMIS proceeding (the "SIPA Proceeding") was removed to the United States Bankruptcy Court for the Southern District of New York (the "Bankruptcy Court") in the case captioned *Securities Investment Protection Corporation v. Bernard L. Madoff Investment Securities, LLC*, Adv. Proc. No. 08-01789 (SIPA) (Bankr. S.D.N.Y. 2008).
2. On December 23, 2008, the Bankruptcy Court entered the *Order Approving Form and Manner of Publication and Mailing of Notices; Specifying Procedures for Filing, Determination, and Adjudication of Claims; and Providing Other Relief* (the "SIPA Bar Date Order") which, *inter alia*, established July 2, 2009, as the deadline (the "SIPA Bar Date") by which all creditors of BLMIS must file proofs of claim in the Debtor's SIPA Proceeding.
3. On June 9, 2009, the Honorable Burton R. Lifland, United States Bankruptcy Court Judge for the Southern District of New York, entered the *Consent Order Substantively Consolidating the Estate of Bernard L. Madoff into the SIPA Proceeding of Bernard L. Madoff Investment Securities LLC and Expressly Preserving All Rights, Claims and Powers of Both Estates* (the "Consolidation Consent Order"). Pursuant to the

Consolidation Consent Order, Bernard L. Madoff's Chapter 7 Case, No. 09-11893 (BRL) (the "Madoff Chapter 7 Case"), was substantively consolidated with the SIPA Proceeding.

4. This Proof of Claim is accordingly filed by and on behalf of Mark Madoff (the "Claimant") for monies owing to him by BLMIS for services performed by the Claimant as a director in the proprietary trading and market making businesses of BLMIS and for Claimant's claims for fraudulent inducement against the Debtor concerning Claimant's investment in Madoff Securities International Ltd.

5. This amount constitutes (1) the balance of Claimant's Deferred Compensation Account which was maintained at BLMIS (Account No. 1-M0009-3) ("Deferred Compensation Account") (\$44,815,520; most recent available statement attached as Exhibit A); (2) Claimant's salary payment for December 1, 2008 through December 11, 2008 (\$33,201.06; 2008 W-2 tax statement attached as Exhibit B); (3) Claimant's 2007 bonus (\$2,000,000); (4) Claimant's 2008 bonus (\$2,000,000); and (4) Claimant's investment in Madoff Securities International Ltd. (\$5,000,000).

6. Reference is made to the *Madoff General Claim Form* to which this attachment is made (the "Madoff General Claim Form"). As set forth therein, as of the filing of this Proof of Claim, BLMIS was, and still is, indebted and/or liable to the Claimant for cash in an amount of no less than \$53,848,721.06 arising from BLMIS's obligation to pay the Claimant the amounts accrued in Claimant's Deferred Compensation Account, as well as Claimant's December 2008 salary, 2007 and 2008 bonuses, and Claimant's investment in Madoff Securities International Ltd.

7. In addition, Claimant hereby asserts a contingent claim in respect of the possible assertion of any avoidance cause of action (or any similar cause of action seeking

09-01503-brl Doc 113-14 Filed 05/04/12 Entered 05/04/12 19:41:05 Exhibit N
Pg 20 of 53

recovery of any transfers to Claimant) against Claimant and a claim, in an amount to be determined, based upon the avoidance of transfers to Claimant; provided, however, that Claimant's assertion of such claims shall not constitute an admission of any kind whatsoever by Claimant of the avoidability of any transfers made to Claimant or any wrongdoing on Claimant's part.

* * * * *

8. Claimant has filed this Proof of Claim under compulsion of the SIPA Bar Date Order and to protect Claimant from forfeiture of its claim against the Debtor by reason of the SIPA Bar Date. Claimant hereby expressly reserves the right to amend and/or supplement this Proof of Claim at any time and in any manner, including, without limitation to assert claims for interest, fees, penalties, charges, attorneys fees and expenses accrued before or after the Filing Date. Claimant further reserves the right to file additional proofs of claim or applications for allowance of administrative expenses or other priority status in this or any other proceeding arising from or related to the claims described herein, including for treatment as provided in section 503(b) of the Bankruptcy Code.

9. In executing and filing this Proof of Claim, Claimant does not waive any obligation owed to Claimant by BLMIS or any past, present or future breaches of agreements by BLMIS. Claimant further does not waive, and this Proof of Claim shall not be deemed or construed to waive, any claims or right to assert any claims, or preserve any remedies, Claimant has against BLMIS or its affiliates, whether arising from or related to transactions described herein or otherwise. Claimant believes such claims are substantial and reserves all of its rights and remedies in connection therewith. In particular, and without

09-01503-brl Doc 113-14 Filed 05/04/12 Entered 05/04/12 19:41:05 Pg 21 of 53
Exhibit N

limitation, Claimant reserves all of his rights with respect to all claims for fraudulent inducement against the Debtor concerning the Claimant's investment of \$5,000,000 in Madoff Securities International Ltd.

10. The filing of this Proof of Claim is not and shall not be deemed or construed as: (a) a waiver or release of Claimant's rights against any person, entity, or property; (b) a consent by Claimant to the jurisdiction of this Court or any other court with respect to proceedings, if any, commenced in any case against or otherwise involving Claimant; (c) a waiver or release of Claimant's right to trial by jury in this Court or any other court in any proceeding as to any and all matters so triable herein, whether or not the same be designated legal or private rights or in any case, controversy, or proceeding related hereto, notwithstanding the designation or not of such matters as "core proceedings" pursuant to 28 U.S.C. § 157(b)(2), and whether such jury trial right is pursuant to statute or the United States Constitution; (d) a consent by Claimant to a jury trial in this Court or any other court in any proceeding as to any and all matters so triable herein or in any case, controversy, or proceeding related hereto, pursuant to 28 U.S.C. § 157(e) or otherwise; (e) a waiver or release of Claimant's right to have any and all final orders in any and all non-core-matters or proceedings entered only after *de novo* review by a United States District Court Judge; (f) a waiver of the right to move to withdraw the reference with respect to the subject matter of this Proof of Claim, any objection thereto or other proceeding which may be commenced in this case against or otherwise involving Claimant; or (g) an election of remedies.

11. All notices regarding this Proof of Claim should be sent to: Mark Madoff, [REDACTED], with copies to Paul, Weiss,

Riskind, Wharton & Garrison LLP, 1285 Avenue of the Americas, New York, New York
10019-6064, Telephone: (212) 373-3000, Attention: Martin Flumenbaum.

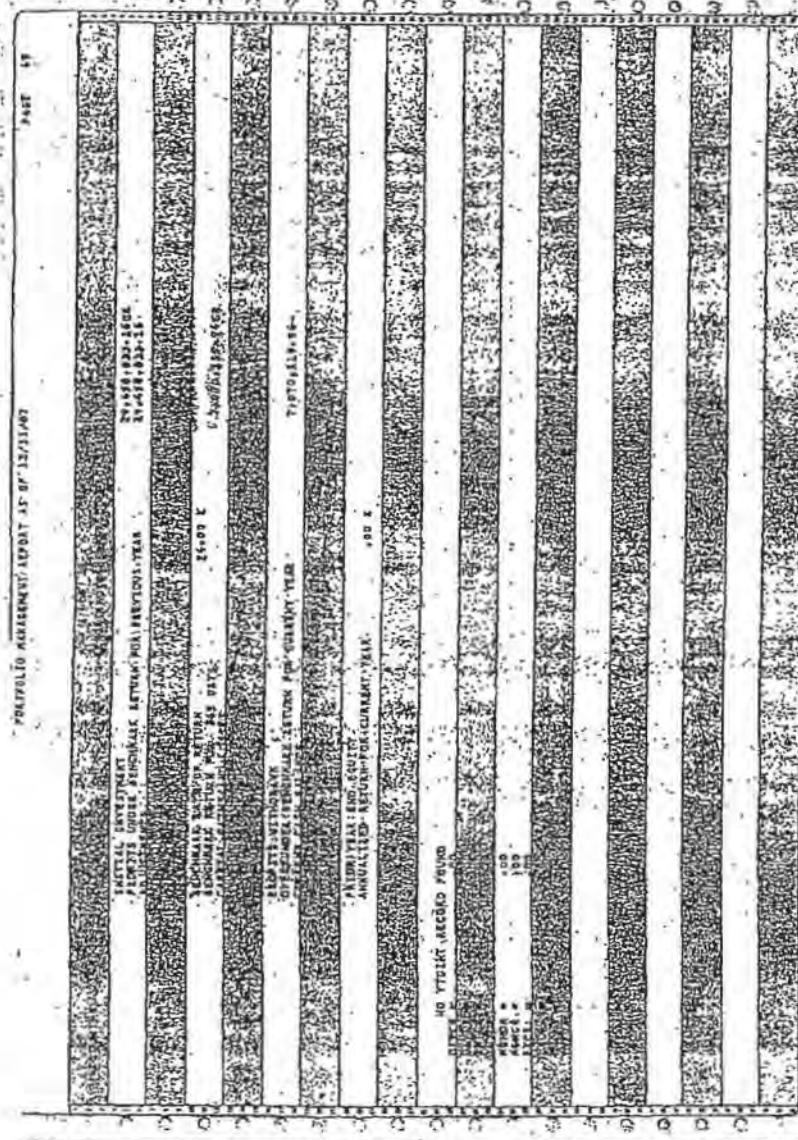
THE FOREGOING CLAIM IS TRUE AND ACCURATE TO THE BEST OF MY
INFORMATION AND BELIEF.



Mark Madoff

Exhibit A

09-01503-br1 Doc 113-14 Filed 05/04/12 Entered 05/04/12 19:41:05 Exhibit N
Pg 24 of 53



MADC1319_00000095
MADC1319_Second Amended_00000121

Exhibit B

a. Employee's name, address and ZIP code Bernard L. Madoff Investment Securities LLC 885 Third Avenue New York, NY 10022		b. Employer's name, address and ZIP code Mark Madoff		c. OMB No.	
				COPY B To Be Filed with Employee's FEDERAL Tax Return Visit the IRS at www.irs.gov	
				1. Wages, tips, other compensation 982650 00	2. Federal income tax withheld 323783 43
				3. State liability wages 102000 00	4. Social security tax withheld 6324 00
				5. Medicare wages and tips 1008150 00	6. Medicare tax withheld 14818 18
				7. Federal family type D	8. Allocated type D
				10. Dependent care benefits 15500 00	11. Other Health/Dent Med Spend 7500 00
				11. Hospitalized plan 12h	
				12. Health <input type="checkbox"/> Retirement <input checked="" type="checkbox"/> Health <input type="checkbox"/> Dentist <input type="checkbox"/> Hospital <input type="checkbox"/> Life This information is being furnished to the Internal Revenue Service	13. Health <input type="checkbox"/> Retirement <input checked="" type="checkbox"/> Health <input type="checkbox"/> Dentist <input type="checkbox"/> Hospital <input type="checkbox"/> Life
13. State NY	14. State wages less tax 982650 00	15. State report less tax 72082 21	16. Local wages less tax 982650 00	17. Local report less tax 72082 21	18. Local income tax 38226 00
					19. Local income tax NYC

Form W-2 Wage and Tax Statement 2008 Department of the Treasury—Internal Revenue Service Safe, accurate, FAST! Use 

a. Employee's name, address and ZIP code Bernard L. Madoff Investment Securities LLC 885 Third Avenue New York, NY 10022		b. Employer's name, address and ZIP code Mark Madoff		c. OMB No.	
				COPY C To Be Filed with Employee's State, City or Local Income Tax Return	
				1. Wages, tips, other compensation 982650 00	2. Federal income tax withheld 323783 43
				3. State liability wages 102000 00	4. Social security tax withheld 6324 00
				5. Medicare wages and tips 1008150 00	6. Medicare tax withheld 14818 18
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a. Employee's name, address and ZIP code Bernard L. Madoff Investment Securities LLC 885 Third Avenue New York, NY 10022		b. Employer's name, address and ZIP code Mark Madoff		c. OMB No.	
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Form W-2 Wage and Tax Statement 2008 Department of the Treasury—Internal Revenue Service Safe, accurate, FAST! Use 

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SIMON H. RIFKIND (1930-1985)
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JOHN F. WHARTON (1927-1977)

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JOHN C. WITDORF
KATE N. YOSHINO
TONG YU
THOMAS J. ZACCONE
T. ROBERT ZOCHOWSKI, JR.

*NOT ADMITTED TO THE NEW YORK BAR

July 2, 2009

By Hand Delivery

Irving H. Picard, Esq.
Baker and Hostetler LLP
45 Rockefeller Plaza, 11th Floor
New York, NY 10111

Dear Mr. Picard:

Enclosed please find Customer Claims and Proofs of Claim for Mark and Andrew Madoff. The original versions of these forms were sent to the Claims Processing Center in Dallas, Texas this week. However, we have not received confirmation that such forms were received by the Claims Agent. Therefore, in an abundance of caution, we submit these copies to your office to ensure that we meet the July 2 SIPA deadline.

Please contact me if you have any questions.

Sincerely,

Martin Flumenbaum

Enclosures

WEISS, RIFKIND, WHARTON & GARRISON LLP
3 AVENUE OF THE AMERICAS • NEW YORK, NY 10019-6054

HAND DELIVERY

PS|Ship - Voucher

Page 1 of 2

To
Alix Partners LLP
c/o Baker & Hostetler LLP
45 Rockefeller Plaza
New York, NY 10111 US
212-373-3512

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HANNAH S. SHOLL
(04796)
Paul Weiss LLP
1285 Avenue of the
Americas
New York, NY 10018 US

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Roundtrip
Hand Delivery by 11:00 AM

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May be left unattended in a
safe place
Messenger needs to wait for
signature. SUPER RUSH

Options
Signature required

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Tracking	[Redacted]
Price	[Redacted]
Packaging/Dimensions	[Redacted]
Other	[Redacted]

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Delivered to		
Delivered by		

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EXHIBIT C-2

Mark Madoff Creditor Claim No. 100428

Bernard L. Madoff Investment Securities LLC
Case No 08-01789-BRL
U.S. Bankruptcy Court for the Southern District of New York
Claim Number 100428

PROOF OF CLAIM

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

IN RE) Adv. Proc. No. 08-01789-BRL
BERNARD L. MADOFF)
INVESTMENT SECURITIES LLC,) Amount of Claim \$53,848,721.06
Debtor.)
) Claimed As: [x] General Unsecured
) [x] Priority (see Paragraph 10)
) [] Secured (see Paragraph 9)

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JUL 06 2009

1. Name of Creditor
(Print or Type): Mark Madoff

Mailing Address: [REDACTED]

City [REDACTED] State [REDACTED] Zip Code: [REDACTED]

2. The debtor was, at the time of the filing of the petition initiating this case, and still is indebted (or liable) to this claimant in the sum of \$53,848,721.06.

3. The consideration for this debt (or ground of liability) is as follows:
Services Rendered – See Attachment

4. (If the claim is founded on writing.) The writing on which this claim is founded (or a duplicate thereof) is attached hereto (or cannot be attached for the reason set forth in the following statement).

Exhibit N

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Pg 43 of 53

Doc 113-14
09-01503-brl

5. (If appropriate,) This claim is founded on an open account, which became (or will become) due on _____, as shown by the itemized statement attached hereto. Unless it is attached hereto or its absence is explained in an attached statement, no note or other negotiable instrument has been received for the account or any part of it.

PROOF OF CLAIM) CLAIM NUMBER
)

6. No judgment has been rendered on the claim except:

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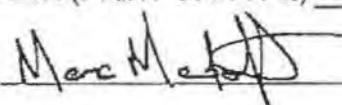
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Signature: 

Title (Corporate Officer, Partner, or Agent): Employee/director

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09-01503-brl Doc 113-14 Filed 05/04/12 Entered 05/04/12 19:41:05
Pg 45 of 53

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7. In addition, Claimant hereby asserts a contingent claim in respect of the possible assertion of any avoidance cause of action (or any similar cause of action seeking

09-01503-brl Doc 113-14 Filed 05/04/12 Entered 05/04/12 19:41:05 Pg 47 of 53

recovery of any transfers to Claimant) against Claimant and a claim, in an amount to be determined, based upon the avoidance of transfers to Claimant; provided, however, that Claimant's assertion of such claims shall not constitute an admission of any kind whatsoever by Claimant of the avoidability of any transfers made to Claimant or any wrongdoing on Claimant's part.

* * * * *

8. Claimant has filed this Proof of Claim under compulsion of the SIPA Bar Date Order and to protect Claimant from forfeiture of its claim against the Debtor by reason of the SIPA Bar Date. Claimant hereby expressly reserves the right to amend and/or supplement this Proof of Claim at any time and in any manner, including, without limitation to assert claims for interest, fees, penalties, charges, attorneys fees and expenses accrued before or after the Filing Date. Claimant further reserves the right to file additional proofs of claim or applications for allowance of administrative expenses or other priority status in this or any other proceeding arising from or related to the claims described herein, including for treatment as provided in section 503(b) of the Bankruptcy Code.

9. In executing and filing this Proof of Claim, Claimant does not waive any obligation owed to Claimant by BLMIS or any past, present or future breaches of agreements by BLMIS. Claimant further does not waive, and this Proof of Claim shall not be deemed or construed to waive, any claims or right to assert any claims, or preserve any remedies, Claimant has against BLMIS or its affiliates, whether arising from or related to transactions described herein or otherwise. Claimant believes such claims are substantial and reserves all of its rights and remedies in connection therewith. In particular, and without

09-01503-brl Doc 113-14 Filed 05/04/12 Entered 05/04/12 19:41:05 Pg 48 of 53

limitation, Claimant reserves all of his rights with respect to all claims for fraudulent inducement against the Debtor concerning the Claimant's investment of \$5,000,000 in Madoff Securities International Ltd.

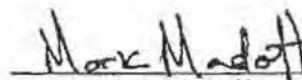
10. The filing of this Proof of Claim is not and shall not be deemed or construed as: (a) a waiver or release of Claimant's rights against any person, entity, or property; (b) a consent by Claimant to the jurisdiction of this Court or any other court with respect to proceedings, if any, commenced in any case against or otherwise involving Claimant; (c) a waiver or release of Claimant's right to trial by jury in this Court or any other court in any proceeding as to any and all matters so triable herein, whether or not the same be designated legal or private rights or in any case, controversy, or proceeding related hereto, notwithstanding the designation or not of such matters as "core proceedings" pursuant to 28 U.S.C. § 157(b)(2), and whether such jury trial right is pursuant to statute or the United States Constitution; (d) a consent by Claimant to a jury trial in this Court or any other court in any proceeding as to any and all matters so triable herein or in any case, controversy, or proceeding related hereto, pursuant to 28 U.S.C. § 157(e) or otherwise; (e) a waiver or release of Claimant's right to have any and all final orders in any and all non-core matters or proceedings entered only after *de novo* review by a United States District Court Judge; (f) a waiver of the right to move to withdraw the reference with respect to the subject matter of this Proof of Claim, any objection thereto or other proceeding which may be commenced in this case against or otherwise involving Claimant; or (g) an election of remedies.

11. All notices regarding this Proof of Claim should be sent to: Mark Madoff, [REDACTED] with copies to Paul, Weiss,

Exhibit N

Rifkind, Wharton & Garrison LLP, 1285 Avenue of the Americas, New York, New York
10019-6064, Telephone: (212) 373-3000, Attention: Martin Flumenbaum.

THE FOREGOING CLAIM IS TRUE AND ACCURATE TO THE BEST OF MY
INFORMATION AND BELIEF.


Mark Madoff

09-01503-brl Filed 05/04/12 Entered 05/04/12 19:41:05 Pg 49 of 53

Doc 113-14 Filed 05/04/12 Entered 05/04/12 19:41:05

09-01503-brl Pg 49 of 53

09-01503-brl Doc 113-14 Filed 05/04/12 Entered 05/04/12 19:41:05 Exhibit N
Pg 50 of 53

Exhibit A

PORTFOLIO MANAGEMENT REPORT IS OF 12/31/97

PAGE 49

09-01503-brl Doc 113-14 Filed 05/04/12 Entered 05/04/12 19:41:05 Exhibit N
Pg 52 of 53

Exhibit B

09-01503-brl Doc 113-14 Filed 05/04/12 Entered 05/04/12 19:41:05 Pg 53 of 53

Exhibit N

a Employee's social security number		b Employer identification number (EIN)		OMB No.	COPY B To Be Filed with Employee's FEDERAL TAX RETURN. Under the IRS Uniform Accounting System		1 Wages, tips, other compensation 992650.00		2 Federal income tax withheld 323783.43	
c Employer's name, address, and ZIP code Bernard L. Madoff Investment Securities LLC 885 Third Avenue New York, NY 10022				d Control number	3 Social security wages 102000.00		4 Social security tax withheld 6324.00			
					5 Medicare wages and tips 1008150.00		6 Medicare tax withheld 14818.18			
				e Social security type	7 Allocated tips		8 Advance FSC payment			
					10 Dependent care benefits D 15500.00		12a See instructions for box 12 D 15500.00		14 Other Health/Dent Med Spend 9350.1	
				f Nonqualified plans	12b				7500.1	
				g	13 Sick pay Reimbursement plan Employer Employee Third-party Plan This information is being furnished to the Internal Revenue Service.		12c			
15 State NY		16 State wages, tips, etc. 992650.00		17 State income tax 72062.21	18 Local wages, tips, etc. 992650.00		19 Local income tax 39226.00		20 Locality name NYC	
Form W-2 Wage and Tax Statement 2008 Department of the Treasury—Internal Revenue Service Safe, accurate, FAST! Use 434-110										
a Employee's social security number		b Employer identification number (EIN)		OMB No.	COPY Z To Be Filed with Employee's State, City or Local Income Tax Return.		1 Wages, tips, other compensation 992650.00		2 Federal income tax withheld 323783.43	
c Employer's name, address, and ZIP code Bernard L. Madoff Investment Securities LLC 885 Third Avenue New York, NY 10022				d Control number	3 Social security wages 102000.00		4 Social security tax withheld 6324.00			
				e	5 Medicare wages and tips 1008150.00		6 Medicare tax withheld 14818.18			
				f Social security type	8 Allocated tips		9 Advance FSC payment			
				g	10 Dependent care benefits D 15500.00		12a See instructions for box 12 D 15500.00		14 Other Health/Dent Med Spend 9350.1	
				h Nonqualified plans	12b				7500.1	
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